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8 **UNITED STATES BANKRUPTCY COURT**
9 **NORTHERN DISTRICT OF CALIFORNIA**
10 **SAN FRANCISCO DIVISION**

11 **In re:**

12 **PG&E CORPORATION**

13 **-and-**

14 **PACIFIC GAS AND ELECTRIC**
15 **COMPANY,**

16 **Debtors,**

- 17 ☐ Affects PG&E Corporation
18 ☐ Affects Pacific Gas and Electric Company
☒ Affects both Debtors

Bankruptcy Case
No. 19-30088 (DM)

Chapter 11

(Lead Case)
(Jointly Administered)

**LIMITED OBJECTION TO PROPOSED
ASSUMPTION OF EXECUTORY
CONTRACTS AND CURE AMOUNTS
AND RESERVATION OF RIGHTS**

Related Docket Nos. 6320, 7037

Date: May 27, 2020
Time: 10:00 a.m. (PST)
Place: Courtroom 17
450 Golden Gate Avenue, 16th Floor
San Francisco, CA 94102

1 Henkels & McCoy, Inc., (“Henkels”), by and through its undersigned counsel, hereby
2 submits this Limited Objection to the Proposed Assumption and Assignment of the Listed
3 Executory Contracts and the proposed cure amounts (“Assumed Contracts List/Cure Notice”) set
4 forth in the Notice of Filing of Plan Supplement in Connection with Debtors’ and Shareholder
5 Proponents’ Joint Chapter 11 Plan of Reorganization Dated March 16, 2020 [Docket No. 7037].

6 On May 1, 2020, PG&E filed the Assumed Contract List/Cure Notice. This document
7 appears to have been served via first class mail to Henkel’s California offices, located in Pomona,
8 California. Due to state and county-wide governmental stay at home orders in California and Los
9 Angeles County, counsel for Henkels understands that office is currently closed.

10 The Assumed Contract List/Cure Notice includes lists 10 executory contracts with
11 Henkels. Those listed contracts and the proposed cure amounts are as follows:

- 12 i) Contract ID: SRCAMA_C2546_01268
13 Title of Agreement: CONTRACT CHANGE ORDER NO 2 -DISTRIBUTION
14 MAIN REPLACEMENT CONSTRUCTION
15 Effective Date: 4/3/2020
16 Cure Amount: \$0
- 17 ii) Contract ID: SRCASU_C13060_02052
18 Title of Agreement: CWA HENKELS AND MCCOY C13060 12312018 JUG0
19 Effective Date: 1/7/20191
20 Cure Amount: \$0
- 21 iii) Contract ID: SRCPOS_2700058929
22 Title of Agreement: PURCHASE ORDER #2700058929 DATED 01/29/2018
23 Effective Date: 1/29/2018
24 Cure Amount: \$973,500.57
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- 1 iv) Contract ID: 1006625 SRCPOS_2700102898
2 Title of Agreement: PACIFIC GAS PURCHASE ORDER #2700102898 DATED
3 05/02/2018
4 Effective Date: 5/2/2018
5 Cure Amount: \$2,572,314.94
6 v) Contract ID: SRCPOS_2700102925
7 Title of Agreement: PURCHASE ORDER #2700102925 DATED 05/02/2018
8 Effective Date: 5/2/2018
9 Cure Amount: \$939,474.75
10 vi) Contract ID: SRCPOS_2700138534
11 Title of Agreement: PURCHASE ORDER #2700138534 DATED 07/20/2018
12 Effective Date: 7/20/2018
13 Cure Amount: \$733,707.94
14 vii) Contract ID: SRCPOS_2700170132
15 Title of Agreement: PURCHASE ORDER #2700170132 DATED 09/27/2018
16 Effective Date: 9/27/2018
17 Cure Amount: \$2,442,054.24
18 viii) Contract ID: SRCPOS_2700171813
19 Title of Agreement: PURCHASE ORDER #2700171813 DATED 10/02/2018
20 Effective Date: 10/2/2018
21 Cure Amount: \$22,274.10
22 ix) Contract ID: SRCPOS_2700203001
23 Title of Agreement: PURCHASE ORDER #2700203001 DATED 12/06/2018
24 Effective Date: 12/6/2018
25 Cure Amount: \$46,534.21
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1 x) Contract ID: SRCPOS_2700221393

2 Title of Agreement: PURCHASE ORDER #2700221393 DATED 01/23/2019

3 Effective Date: 1/23/2019

4 Cure Amount: \$64,159.94

5 On May 15, 2020, Henkels's outside bankruptcy counsel (who has only been tangentially
6 involved in this mega-bankruptcy case) first became aware of the Assumed Contract List/Cure
7 Notice and Henkel's inclusion in that pleading. He immediately requested a a three-business day
8 extension of the deadline to file any responsive pleading (to the extent necessary). That request
9 was denied by the Debtors' lead bankruptcy counsel, who directed Henkels to "file a cure
10 objection," which he indicated "would give [the parties] adequate time to address the issues."

11 As instructed by Debtors' counsel and because Henkels has not had sufficient time to
12 investigate the current amounts due under the proposed assumed executory contracts and other
13 potential issues related to the proposed assumption of those executory contracts, Henkels is filing
14 this Limited Objection and Reservation of Rights. Henkels pledges to undertake an immediate
15 investigation into this matter and to work with Debtors' counsel over any issues related to the
16 proposed contract assumption and cure amounts. If necessary and as soon as practicable, Henkels
17 will file a supplement to this Limited Objection and Reservation of Rights.

18 DATED: May 15, 2020

BUCHALTER
A Professional Corporation

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21 By: Jeffrey K. Garfinkle
JEFFREY L. GARFINKLE
22 Attorneys for Henkels & McCoy, Inc.

1 **CERTIFICATE OF SERVICE**

2 I am employed in the County of Orange, State of California. I am over the age of 18 and
3 not a party to the within action. My business address is at BUCHALTER, A
4 Professional Corporation, 18400 Von Karman Avenue, Suite 800, Irvine, California 92612.

5 On the date set forth below, I served the following documents described as:

6 **LIMITED OBJECTION TO PROPOSED ASSUMPTION OF EXECUTORY**
7 **CONTRACTS AND CURE AMOUNTS AND RESERVATION OF RIGHTS**

8 on all other parties and/or their attorney(s) of record to this action as follows:

9 ☒ **NOTICE OF ELECTRONIC FILING (NEF):** The foregoing document will be served
10 by the court via NEF and hyperlink to the document. On May 15, 2020, I checked the CM/ECF
11 docket for this bankruptcy case and determined that the following persons are on the Electronic
Mail Notice List to receive NEF transmission at the email addresses stated on the next pages.

12 ☐ **BY MAIL** I am readily familiar with the business' practice for collection and processing
13 of correspondence for mailing with the United States Postal Service. The address(es) shown above
14 is(are) the same as shown on the envelope. The envelope was placed for deposit in the United
15 States Postal Service at Buchalter in Irvine, California on May 15, 2020. The envelope was
sealed and placed for collection and mailing with first-class prepaid postage on this date following
ordinary business practices.

16 ☐ **BY OVERNIGHT DELIVERY** On May 15, 2020, I placed the Federal Express/GSO
17 Overnight package for overnight delivery in a box or location regularly maintained by Federal
18 Express/GSO Overnight at my office, or I delivered the package to an authorized courier or driver
19 authorized by Federal Express/GSO Overnight to receive documents. The package was placed in
20 a sealed envelope or package designated by Federal Express/GSO Overnight with delivery fees
paid or provided for, addressed to the person(s) on whom it is to be served at the address(es)
shown above, as last given by that person on any document filed in the cause; otherwise at that
party's place of residence.

21 ☐ **BY PERSONAL DELIVERY** On May 15, 2020, I placed the above-referenced
22 envelope or package in a box or location regularly maintained at my office for our
23 messenger/courier service or I delivered the envelope or package to a courier or driver authorized
24 by our messenger/courier service to receive documents. The package was placed in a sealed
25 envelope or package designated by our messenger/courier service with delivery fees paid or
26 provided for, addressed to the person(s) on whom it is to be personally served at the address(es)
shown above as last given by that person on any document filed in the cause. The
27 messenger/courier service was provided with instructions that the envelope or package be
28 personally served on the addressee(s) by same day delivery (C.C.P. §1011).

1 ☐ **BY EMAIL.** On May 15, 2020, I caused the above-referenced document(s) to be sent in
2 electronic PDF format as an attachment to an email addressed to the person(s) on whom such
3 document(s) is/are to be served at the email address(es) shown above, as last given by that
4 person(s) or as obtained from an internet website(s) relating to such person(s), and I did not
5 receive an email response upon sending such email indicating that such email was not delivered.

6 I declare under penalty of perjury under the laws of the State of California that the
7 foregoing is true and correct to the best of my knowledge. Executed on May 15, 2020, at Irvine,
8 California.

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Danielle Cyrankowski

/s/ Danielle Cyrankowski

(Signature)

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